

# **EXHIBIT D**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

Chapter 11

Case No. 12-12020 (MG)

Jointly Administered

**DECLARATION OF ARTHUR J. GONZALEZ, AS  
CHAPTER 11 EXAMINER, IN CONNECTION WITH  
CHADBOURNE & PARKE LLP'S FINAL FEE APPLICATION**

I, Arthur J. Gonzalez, as the Court-appointed Examiner in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby declare as follows:

1. Prior to being discharged, I was the Court-appointed examiner (the "Examiner") in the Debtors' chapter 11 cases.

2. This declaration is made in support of the Reply in Support of Final Application of Chadbourne & Parke LLP, Counsel to the Examiner, for Allowance of Compensation and Reimbursement of Expenses.

3. On June 27, 2013, a substantial unsecured creditor whose indenture trustee serves on the Official Committee of Unsecured Creditors (the "Committee"), and who has been coordinating with the Committee on fee issues (the "Major Creditor"), asked me to meet with its representatives and Committee representatives to discuss my professionals' fees and expenses, and I agreed to do so. Thereafter, a meeting was scheduled to take place in July 2013 but,

because of the unavailability of one of the participants, it was put off without setting a date. The meeting was postponed and subsequently rescheduled for November 5, 2013.

4. I informed the Major Creditor on October 17, 2013 that my professionals and I would seek approval of final fee applications at the December 2013 fee hearing. I told the Major Creditor that I wanted to advise it of this proposed timing so there would be no surprises. On October 18, 2013, I was asked to meet with the Major Creditor and Committee representatives, including a representative of Quest Turnaround Advisors, LLC, and I agreed to do so.

5. On November 5, 2013, I met with the Major Creditor and Committee representatives, including a representative of Quest Turnaround Advisors, LLC, and provided information regarding the compensation requested by my professionals. Thereafter, I provided the Major Creditor and the Committee representatives with all the additional information they requested, and no further requests have been received. My professionals and I filed final fee applications on November 18, 2013.

Dated: December 13, 2013  
New York, New York

/s/ Arthur J. Gonzalez  
Arthur J. Gonzalez